

## **BOARD OF DIRECTORS' CORPORATE RESOLUTION**

**OF**

### **TOWNHOMES OF BAYSHORE CONDOMINIUM ASSOCIATION**

Whereas, the Declaration Establishing a Plan for the Condominium Ownership for Townhomes of Bayshore Condominium Association, here in after referred to as "COA" does effectively provide in Section 1(a) of the Declaration of the COA, that the COA is submitted to the provisions of the Unit Property Act of the State of Delaware, 25 Del C Section 2201-2240 and herein called the "Act."

Whereas, the Code of Regulations Establishing the Governance of the COA, does effectively provide in Section 4.4 of said Code of Regulations that the President shall have all of the general powers and duties which are incident of the office of the president of a stock corporation organized under the General Corporation Law of the State of Delaware, including but not limited to, the power to appoint committees from among the Owners from time to time as he may in his discretion decide is appropriate to assist in the conduct of the affairs of the condominium.

Whereas the Delaware Code Title 8 Corporation Section 141(c) (2) does effectively provide, that the board of directors may, by resolution passed by a majority of the whole board, and designate 1 or more committees, each committee to consist of 1 or more of the directors of the corporation.

Whereas John M. Dill President of the COA Council exercised his powers and duties and formed a Finance Committee and instructing the Committee to use care, loyalty, and duty as required by all Corporate Committees formed by a Corporation in Delaware pursuant to Title 8 and then to assist the Council in the management of all financial activities including but not limited to Audits, Budgeting, Investing, Planning, Reserve Studies as may be required from time to time.

Whereas John M. Dill appointed Jane Hofherr to Chair and be the liaison from the Council as required by DE Title 8 Section 141 and to choose, at least 3 but not more than 4 other Owners of the COA and to take minutes at each of their committee meetings and make a report to Council as frequently as the Chair deems necessary but no less than each time the Council meets.

Whereas the Finance Committee being a Permanent Committee being created for a continuing purpose will continue until and at such time that a Resolution is passed for to disband the Committee.

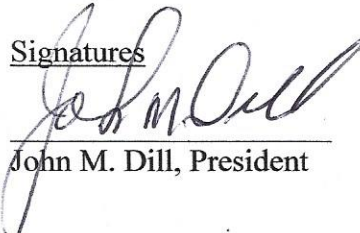
We, the undersigned, constituting all the Council of Townhomes of Bayshore Condominium Association (the "**Corporation**") and consenting at a meeting where notice was proper and quorum was met, **THEREFORE RESOLVE AS FOLLOWS:**

1. All actions taken by the President on behalf of the Townhomes of Bayshore Condominium Association regarding and appointing a Finance Committee and naming


the Council Liaison as Jane Hofherr and assigning the Committee the duties as outlined above, since the last Council Meeting have been reviewed and adequately considered. Based on such review, the Council adopts, ratifies, and approves all of the President's actions taken to create and establish the Finance Committee known as the Finance Committee.

2. The Council further resolves that the Committee may act only as an advisory body to the Council.
3. The Secretary is directed to update the corporate records with this resolution, as appropriate.
4. This resolution may be executed in counterparts. Facsimile or scanned signatures are binding and are considered to be original signatures.
5. This resolution is duly adopted on December 05, 2018.

Signatures

  
\_\_\_\_\_  
John M. Dill, President       YES     NO      Date: 12/5/18

\_\_\_\_\_  
Nestor Ortiz, Vice-President       YES     NO      Date: \_\_\_\_\_

  
\_\_\_\_\_  
Jane Hofherr, Secretary       YES     NO      Date: 12/5/18

\_\_\_\_\_  
John Sciole, At Large       YES     NO      Date: \_\_\_\_\_

  
\_\_\_\_\_  
Patricia Hoffman       YES     NO      Date: 12-5-18

**CERTIFICATE OF CORPORATE RESOLUTION**

I, Jane Hofherr, duly elected and qualified Secretary of Townhomes of Bayshore Condominium Association, hereby certify that the attached is a true, correct, and complete copy of the resolution that was duly adopted at a meeting of the Council on December 05, 2018.

the Council Liaison as Jane Hofherr and assigning the Committee the duties as outlined above, since the last Council Meeting have been reviewed and adequately considered. Based on such review, the Council adopts, ratifies, and approves all of the President's actions taken to create and establish the Finance Committee known as the Finance Committee.

2. The Council further resolves that the Committee may act only as an advisory body to the Council.
3. The Secretary is directed to update the corporate records with this resolution, as appropriate.
4. This resolution may be executed in counterparts. Facsimile or scanned signatures are binding and are considered to be original signatures.
5. This resolution is duly adopted on December 05, 2018.

Signatures

\_\_\_\_\_      \_\_\_ YES \_\_\_ NO      Date: \_\_\_\_\_  
John M. Dill, President

\_\_\_\_\_      \_\_\_ YES \_\_\_ NO      Date: \_\_\_\_\_  
Nestor Ortiz, Vice-President

\_\_\_\_\_      \_\_\_ YES \_\_\_ NO      Date: \_\_\_\_\_  
Jane Hofherr, Secretary

John Sciole       YES \_\_\_ NO      Date: 12/5/18  
John Sciole, At Large

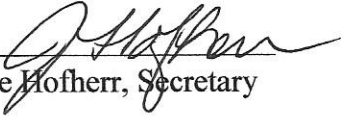
\_\_\_\_\_      \_\_\_ YES \_\_\_ NO      Date: \_\_\_\_\_  
Patricia Hoffman,

**CERTIFICATE OF CORPORATE RESOLUTION**

I, Jane Hofherr, duly elected and qualified Secretary of Townhomes of Bayshore Condominium Association, hereby certify that the attached is a true, correct, and complete copy of the resolution that was duly adopted at a meeting of the Council on December 05, 2018.

I further certify that the aforementioned resolution is now in full force and effect without modification or rescission.

Signed this 5<sup>th</sup> day of December, 2018 (year).

  
Jane Hofherr, Secretary